

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of Texas

Case number (if known): Chapter 7

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name

Water Now, Inc.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN)

8 1 - 1 4 1 9 2 3 6

4. Debtor's address

Principal place of business

2000 E. Lamar Blvd. 600

Number Street

Attn. Gary Westerlage

Arlington, TX 76006

City State ZIP Code

Tarrant

County

Mailing address, if different from principal place of business

Number Street

P.O. Box

City State ZIP Code

Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

5. Debtor's website (URL)

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify:

Debtor Water Now, Inc.
Name _____

Case number (if known) _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5 6 2 2

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first subbox. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box

Check one:

☒ Chapter 7

☐ Chapter 9

☐ Chapter 11. **Check all that apply:**

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☐ No

☒ Yes. Debtor Hydraspin USA, Inc. Relationship Subsidiary

District Northern District of Texas When 03/08/2023

List all cases. If more than 1, attach a separate list.

Case number, if known 23-40677-7

Debtor Water Now, Inc.
Name

Case number (if known) _____

11. Why is the case filed in this district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety. What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds?

Check one:

☒ Funds will be available for distribution to unsecured creditors.

☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

☐ 1-49 ☒ 50-99 ☐ 1,000-5,000 ☐ 5,001-10,000 ☐ 25,001-50,000 ☐ 50,000-100,000
☐ 100-199 ☐ 200-999 ☐ 10,001-25,000 ☐ More than 100,000

15. Estimated assets

☐ \$0-\$50,000 ☐ \$1,000,001-\$10 million ☐ \$500,000,001-\$1 billion
☐ \$50,001-\$100,000 ☐ \$10,000,001-\$50 million ☐ \$1,000,000,001-\$10 billion
☒ \$100,001-\$500,000 ☐ \$50,000,001-\$100 million ☐ \$10,000,000,001-\$50 billion
☐ \$500,001-\$1 million ☐ \$100,000,001-\$500 million ☐ More than \$50 billion

Debtor Water Now, Inc.
Name

Case number (if known) _____

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

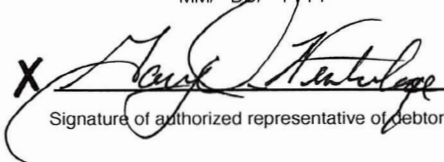
WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 3/8/2023
MM/ DD/ YYYY

X 
Signature of authorized representative of debtor

Gary Westerlage
Printed name

Title CEO

18. Signature of attorney

X 
Signature of attorney for debtor

Date 03/07/2023
MM/ DD/ YYYY

Scott D. Lawrence
Printed name

Wick Phillips Gould & Martin, LLP
Firm name

3131 McKinney Ave Suite 500
Number Street

Dallas TX 75204
City State ZIP Code

(214) 692-6200 scott.lawrence@wickphillips.com
Contact phone Email address

24087896 TX
Bar number State

**United States Bankruptcy Court
Northern District of Texas**

In re Water Now, Inc.

Debtor(s)

Case No. _____

Chapter _____

7

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Water Now, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [Check if applicable]

03/07/2023

Date



Scott D. Lawrence

Signature of Attorney or Litigant

Counsel for Water Now, Inc.

Bar Number: 24087896

Wick Phillips Gould & Martin, LLP

3131 McKinney Ave Suite 500

Dallas, TX 75204

Phone: (214) 692-6200

Email: scott.lawrence@wickphillips.com

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
Northern District of Texas

In re Water Now, Inc.

Case No. _____

Debtor

Chapter 7

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept \$10,000.00

Prior to the filing of this statement I have received \$10,000.00

Balance Due \$0.00

2. The source of the compensation paid to me was:

☐ Debtor ☒ Other (specify) Gary Westerlage

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a other person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

B2030 (Form 2030) (12/15)

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

03/07/2023

Date



Scott D. Lawrence

Signature of Attorney

Bar Number: 24087896

Wick Phillips Gould & Martin, LLP

3131 McKinney Ave Suite 500

Dallas, TX 75204

Phone: (214) 692-6200

Wick Phillips Gould & Martin, LLP

Name of law firm

ADT
1501 Yamato Road
Boca Raton, FL 33431

African Horizon Technologies
159 Cecilia Rd Ashlea Gardens
Pretoria 0081 South Africa

Ally Financial
Ally Detroit Center
500 Woodward Ave. Floor 10
Detroit, MI 48226

Anthony Shiolen
1715 N. Peyco Dr.
Arlington, TX 76001

B&C Backhoe
24783 US Highway 70
Wilson, OK 73463

Baker Tilly
2500 Dallas Parkway Unit 300
Plano, TX 75093

Bellridge Capital
120A-515 E Las Olas Boulevard
Fort Lauderdale, FL 33301

BESTEV Management, LLC

Big Lake Anchor
95 W 2nd St
Big Lake, TX 76932

Bob Bryant
55 Tranquility Lane
Destin, FL 32541

Brad Pilling
3331 Vista Lake Circle
Mansfield, TX 76063

Brady's Welding
11991 Hwy 76
Healdton, OK 73438

Bullet Energy
302 Main Street
Velma, OK 73491

Butson Enterprises, LLC
1401 E Dallas St Suite 111
Mansfield, TX 76063

C&E Oil and Gas
1906 Glenrose
Carrollton, TX 75007

CBTF Inc.
c/o Lisa Tulk
500 N. Akard, Suite 3700
Dallas, TX 75201

CE-DFW Warehouse Solutions
7337 Dogwood Park
Fort Worth, TX 76118

Champion Law Firm
2200 Ross Ave Suite 4500 W
Dallas, TX 75201

Charles Parker
3500 Lenox Road Suite 1700
Atlanta, GA 30326

Climate Control Insulation
2470 North Main Street
Mansfield, TX 76063

CoreMark Metals
10353 Hicks Field Rd
Fort Worth, TX 76179

David Aughtry
191 Peachtree Street N. E., 46th Floor
Atlanta, GA 30303

Deep Well Equipment
4006 E Hwy 158
Midland, TX 79706

Equipment Share
3205 Roy Orr Blvd
Grand Prairie, TX 75050

Fastenal
1400 Everman Pkwy, Unit 180
Fort Worth, TX 76140

FishBowl Inventory
580 E. Technology Ave, Suite C1100
Orem, UT 84097

FTC Industries
728 111th St
Arlington, TX 76011

Gary Westerlage
2220 Tournament Tr
Arlington, TX 76017

GoDaddy
14455 N. Hayden Road, Suite 219
Scottsdale, AZ 85260

Gray Reed and Mcgraw
1601 Elm Street Suite 4600
Dallas, TX 75201

Gwynn CPAs
9355 John W. Elliot Drive, 25493
Frisco, TX 75033

Harmon's Electric
114 N 1st St.
PO Box 393
Hollis, OK 73550

Heneway's USA, Inc.
1440 Howard Street
Elk Grove Village, IL 60007

Henry Ellis
6213 Turnberry Drive
Fort Worth, TX 76132

HTS Properties
2141 Hidden Creek Road
Fort Worth, TX 76107

INTERTEK
5718 North County Rd 1287
Midland, TX 79707

Jack McCallum

JB Farris
1906 Glenrose Lane
Carrollton, TX 75007

Joshua Gibson
125 Parkside Dr
Saint Augustine, FL 32095

Labrys Fund, LP 1
48 Parker Road
Wellesley, MA 02482

Lewis Jeffries
1277 Victor Rd
Atlanta, GA 30324

Local Circuit IT Service & Security
101 S. Locust St. Ste B-02
Denton, TX 76201

Lovelace Payne
1635 Rogers Road
Fort Worth, TX 76107

Macon Street Prop
3962 Sarita Park
Fort Worth, TX 76109

Mark Westerlage
3003 Colony Drive
Dickinson, TX 77539

MM McQuaid
2002 Creekridge Dr.
Frisco, TX 75034

Nancy Finley
P. O. Box 2515
Alpharetta, GA 30023

Ningbo Match-Light Co.
Room1102, Xita Building
Technology Trade Centre, No. 100
Xiangyun Road, Gaoxin District,
Ningbo, Zhejiang, China 315000

Odyssey Funding
1249 Broadway Suite 103
Hewlett, NY 11557

Patsy Grider
2426 Wimbledon Drive
Arlington, TX 76017

Phil Marshall
2906 Becet Ct
Garland, TX 75044

Porter Levay & Rose
7 Pennsylvania Plaza, Suite 810
New York, NY 10001

Pure Health Solutions, Inc.
475 Half Day Road, Suite 450
Lincolnshire, IL 60069

Quorum
5801 Edwards Ranch Rd, Suite 200
Fort Worth, TX 76109

Rhonda Cree
209 Lonesome Star Trl
Haslet, TX 76052

Rig Runner
24955 Interstate 45 N., Suite 300
Spring, TX 77380

Robert Cramer
1020 Spring Hill Dr
Fort Worth, TX 76179

Robert Semple
3962 Sarita Park
Fort Worth, TX 76109

SBS Logistics
1700 Wynne Ave.
Saint Paul, MN 55108

Securities Transfer Corporation
2901 Dallas Parkway Suite 380
Plano, TX 75093

Spectrum Business
400 Atlantic Street
Stamford, CT 06901

SpectrumVoIP
400 Atlantic Street
Stamford, CT 06901

Steve Clohessy
6120 Bluffpoint
Dallas, TX 75248

Steve Grider
2426 Wimbledon Drive
Arlington, TX 76017

Susan Bowman
55 Nichols Ave
Fairhope, AL 36532

SWG Development
2426 Wimbledon Drive
Arlington, TX 76017

SWG Development #2
2426 Wimbledon Drive
Arlington, TX 76017

Swinglift Transportation
417 1st Ave
Dallas, TX 75226

Tarrant County Tax Assessor Collector
c/o Linebarger Goggan Blair & Sampson LLP
2777 N. Stemmons Freeway, Suite 1000
Dallas, TX 75207

TCRG Opportunity XVII, LLC
5201 Camp Bowie Blvd
Fort Worth, TX 76107

Texas Comptroller
111 East 17th Street
Austin, TX 78774

The Walker 1994 Living Trust
706 Edgewood
San Mateo, CA 94402

Thomas Haas
3156 Mui Field Road, Suite 100
Madison, WI 53719

TJ Advisors LLC
1635 Rogers Road
Fort Worth, TX 76107

Tuff Powder Coating
521 S Stemmons St
Sanger, TX 76266

Waste Connections
3 Waterway Square Pl, 110
Spring, TX 77380

Yusen Logistics
300 Lighting Way, 5th Floor
Secaucus, NJ 07094

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

IN RE: **Water Now, Inc.**

CASE NO

CHAPTER 7

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 03/07/2023

Signature 

Gary Westerlage, CEO